

**UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK**

DEUTSCHE ALT-A SECURITIES MORTGAGE  
LOAN TRUST, SERIES 2006-OA1, by HSBC Bank  
USA, National Association, as Trustee,

Plaintiff,

-against-

DB STRUCTURED PRODUCTS, INC.,

Defendant.

12 Civ. 8594 (RWS)

DEUTSCHE ALT-A SECURITIES MORTGAGE  
LOAN TRUST, SERIES 2007-OA3, by HSBC Bank  
USA, National Association, as Trustee,

Plaintiff,

-against-

DB STRUCTURED PRODUCTS, INC.,

Defendant.

13 Civ. 2888 (RWS)

DEUTSCHE ALT-A SECURITIES MORTGAGE  
LOAN TRUST, SERIES 2007-OA4, by HSBC Bank  
USA, National Association, as Trustee,

Plaintiff,

-against-

DB STRUCTURED PRODUCTS, INC.,

Defendant.

13 Civ. 3685 (RWS)

**JOINT MOTION TO STAY PROCEEDINGS**

1. The above-captioned actions (the “Actions”) concern alleged breaches of representations and warranties regarding certain characteristics of the loans that formed the collateral for Deutsche Alt-A Securities Mortgage Loan Trust, Series 2006-OA1, Deutsche Alt-A Securities Mortgage Loan Trust, Series 2007-OA3, and Deutsche Alt-A Securities Mortgage Loan Trust, Series 2007-OA4 (the “Trusts”), trusts sponsored by defendant DB Structured Products, Inc. (“DBSP”) that were formed in order to issue residential mortgage-backed securities (“RMBS”).

2. HSBC Bank USA, N.A., is the Trustee of each of the Trusts (the “Trustee”). The Actions involve alleged breach claims identified by Monarch Alternative Capital, LP (“Monarch”), which has presented itself as holder and/or investment manager/advisor to certain direct and indirect holders of RMBS issued by each of the Trusts.

3. DBSP and Monarch submitted written settlement agreements to the Trustee on December 18, 2014 concerning each of the Actions (the “Settlement Agreements”).

4. The parties now seek a stay of all proceedings in the Actions, so as not to force the parties or the Court to expend resources litigating claims that will be fully resolved by the Settlement Agreements if they are entered into by the Trustee.

5. The parties, therefore, respectfully request that the Court enter the enclosed proposed order granting this Joint Motion to Stay Proceedings and staying all proceedings in each of the Actions until either (1) an order dismissing and/or discontinuing each Action has been entered or (2) the parties inform the Court that the Trustee will not enter into the applicable Settlement Agreement with respect to a specific Action, in which event the stay will be lifted as to such Action.

Dated: March 26, 2015  
New York, New York

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**[PROPOSED] ORDER GRANTING  
JOINT MOTION TO STAY PROCEEDINGS**

The Court, having considered all materials submitted in favor of the parties' Joint Motion to Stay Proceedings, and finding good cause in support thereof,

IT IS HEREBY ORDERED that:

1. The Joint Motion to Stay Proceedings is GRANTED and all proceedings in each of the above-captioned actions are hereby STAYED.

2. The stay shall remain in effect until either (1) the pending settlements of the actions are consummated and the actions dismissed, or (2) the parties inform the court that one or more of the settlements will not be consummated and that the stay should therefore be lifted with respect to one or more of the actions.

Dated: \_\_\_\_\_  
New York, New York

By: \_\_\_\_\_  
The Honorable Robert W. Sweet  
United States District Court Judge